

UNITED STATES BANKRUPTCY COURT

Southern District of Texas

In re: **Lattice Communications, Inc.**
76-0540795Case No. 01-80358-G3-11
Chapter 11**STATEMENT OF FINANCIAL AFFAIRS****1. Income from employment or operation of business**

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
600,067.00	Sales	1999
1,283,977.66	Sales	2000
784,416.71	Sales	2001

2. Income other than from employment or operation of business

None State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE	FISCAL YEAR PERIOD
2,617.00	Other income	1999
168,902.86	Other income & interest income	2000
54.75	Other income	2001

3. Payments to creditors

None a. List all payments on loans, installment purchases of goods or services, and other debts, aggregating more than \$600 to any creditor, made within **90 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Alltel P.O. Box 8813 Little Rock, AR 72231-8813	5/29/01 56.91 5/29/01 64.46 5/29/01 5.11 5/29/01 65.17 5/29/01 62.18 5/29/01 63.24 5/29/01 67.29 6/07/01 691.89 6/28/01 394.74 7/09/01 67.29 7/09/01 65.17 7/09/01 199.75 8/13/01 569.26		2,372.46
AT & T P.O. Box 2971 Omaha, NE 68103-2971	6/07/01 904.35 6/07/01 231.17 6/25/01 14.22 6/25/01 4.25 6/25/01 4.25 7/09/01 238.82 7/09/01 469.99		1,867.05
Bauer Properties, LP 10076 Litzsinger St. Louis, MO 63124	5/31/01 958.33 6/30/01 916.67 8/01/01 895.83		2,770.83
Ben Kokenge	6/01/01 2,159.37 6/05/01 2,447.20 6/15/01 2,159.37 6/15/01 2,447.20 7/01/01 2,159.37 7/18/01 2,159.37 8/01/01 2,159.37 8/13/01 193.29 8/15/01 2,159.37		18,043.91
Chris Ransom	6/01/01 1,091.98 6/15/01 1,091.98 7/01/01 1,091.98 8/16/01 536.48		3,812.42
Cisco Systems Capital Corporation 5500 Wayzata Blvd., Ste. 725 Golden Valley, MN 55416-1244	6/04/01 6,258.77 6/18/01 1,519.90 7/03/01 7,030.42 8/01/01 7,030.42		21,839.51
Data Pack	7/15/01 669.79 7/30/01 669.79		1,339.58
Donald A. Socher and Mary Lou Socher 44 Duplin Meadow Dr. The Woodlands, TX 77381	5/31/01 239.58 6/30/01 229.17 8/01/01 223.96		692.71
Eastford Investors, LLC 3132 E. 87th St. Tulsa, OK 74137	5/31/01 335.42 6/30/01 320.83 8/01/01 313.54		969.79
Faxaway 417 2nd Ave. W. Seattle, WA 98119-4012	8/09/01		622.37

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
FedEx P.O. Box 1140 Memphis, TN 38101-1140	5/31/01 337.40 6/07/01 19.38 6/21/01 17.80 6/21/01 21.84 6/21/01 73.12 6/21/01 42.50 8/09/01 455.04	967.08	
Frank Kokenge	6/01/01 1,326.11 6/01/01 338.32 6/15/01 1,326.11 7/01/01 1,326.11 7/02/01 107.66 7/01/01 551.98	4,976.29	
GIB Limited Partnership 311 S. Wacker Dr., Ste. 4190 Chicago, IL 60606	5/31/01 958.33 6/30/01 916.67 8/01/01 895.83	2,770.83	
Harold S. Engel 53 Sunny Slope Circle The Woodlands, TX 77381	6/30/01 550. 8/01/01 537.50	1,087.50	
Health Plan Services P.O. Box 740518 Atlanta, GA 30374-0518	6/25/01 2,905.90 7/15/01 2,058.50 7/30/01 2,058.50 8/28/01 1,816.89	8,839.79	
Heller Financial 135 S. LaSalle St., Dept. 2030 Chicago, IL 60674-2030	5/30/01 5,083.46 7/02/01 10,342.59	15,426.05	
IPass 3800 Bridge Parkway Redwood Shores, CA 94065	8/09/01	999.93	
James A. Black 30 Skyflower Dr. The Woodlands, TX 77381	5/31/01 239.58 6/30/01 229.17 8/01/01 223.96	692.71	
Lambro's L.P. P.O. Box 4064 Chesterfield, MO 63006-4064	5/31/01 4,791.67 8/01/01 4,479.17	9,720.84	
Level3 555 17th St., Suite 600 Dept. 182 Denver, CO 80202	8/03/01 11,000. 8/09/01 6,408.83	17,408.83	
Netopia, Inc. 2470 Mariner Square Loop Alameda, CA 94501	6/07/01 5,143.50 7/02/01 9,890.50	15,034.00	

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
Network Solutions P.O. Box 1656 Herndon, VA 20172-1656	6/07/01 70. 6/07/01 70. 6/07/01 70. 6/07/01 70. 6/07/01 70. 6/14/01 70. 6/14/01 70. 6/14/01 70. 6/14/01 70. 6/14/01 840. 6/14/01 70. 6/14/01 210. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/06/01 70. 7/09/01 70. 7/09/01 70. 7/09/01 770.	3,360.00	
Norman Frager Revocable Trust 14659 Mallard Lake Dr. Chesterfield, MO 63017-5591	5/31/01 958.33 6/30/01 916.67 8/01/01 895.83	2,770.83	
Paul Dermoody	7/15/01 1,345.10 7/30/01 1,345.10	2,690.20	
Prentiss Properties Acquisition Partners P.O. Box 730635 Dallas, TX 75373-0635	7/02/01 6,846.54 8/07/01 7,348.	14,194.54	
Richard W. Weber and Pamela A. Weber 5864 Canterfield Court St. Charles, MO 63304	5/31/01 287.50 6/30/01 229.17 8/01/01 268.75	831.25	
Ronald A. Koseluk and Joan Q. Koseluk 34498 Cedarfield Dr. Ridge Manor, FL 33523	5/31/01 239.58 6/30/01 229.17 8/01/01 223.96	692.71	
Signius 4010 W. 86th St., Ste. D Indianapolis, IN 46268	7/03/01 1,002. 7/15/01 464.22 7/30/01 464.22	1,930.44	
Southwestern Bell	SEE ATTACHMENT #3a	45,693.91	
Sprint P.O. Box 530581 Atlanta, GA 30353-0581	6/01/01 87.48 6/05/01 86.49 6/21/01 73.52 6/21/01 82.21 6/28/01 247.03 7/24/01 168.44	745.17	
Texas State Treasurer	7/03/01 5,298.65 8/03/01 264.93 8/03/01 264.93	5,828.51	

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
The Guardian	6/04/01 624.71 7/03/01 494.66 8/01/01 494.66	1,614.03	
The Hartford	6/07/01 303.89 7/15/01 318.89 7/30/01 622.78	1,245.56	
Time Warner Telecom Dept. CH10118 Palatine, IL 60055-0118	5/31/01 4,000. 5/31/01 7,339.66 5/31/01 11,339.66 6/26/01 8,579.08 6/26/01 719.43 6/26/01 988.60 7/06/01 10,206.16 7/06/01 993.81 7/24/01 1,055.07 7/24/01 1,928.38 7/24/01 1,000. 7/24/01 1,928.38 7/24/01 1,000. 7/24/01 1,000. 7/24/01 1,000. 8/07/01 65.36 8/07/01 1,452.94 8/07/01 2,801.25 8/07/01 1,734.81	59,132.59	
TXU	5/30/01 103.28 5/30/01 103.27 5/30/01 106.79 6/21/01 103.27 6/21/01 156.62 7/09/01 567.93	1,141.16	
Verizon	6/05/01 99.36 6/05/01 109.62 6/07/01 104.79 6/11/01 91.80 6/11/01 79.61 6/11/01 43.91 6/11/01 5.86 6/11/01 144.89 6/21/01 150.31 6/21/01 252.05 6/21/01 268.79 6/21/01 90.20 7/25/01 109.60 7/25/01 701.99 8/13/01 1,309.28	3,562.06	
Wells Fargo Financial Leasing P.O. Box 6167 Carol Stream, IL 60197-6167	6/11/01 785. 7/15/01 860.21 7/30/01 1,645.21	3,290.42	

b. List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None	NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
<input checked="" type="checkbox"/>				

SEE ATTACHMENT #3b

4. Suits and administrative proceedings, executions, garnishments and attachments

None

a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

None

List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

None

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

NAME AND ADDRESS OF CUSTODIAN	NAME AND ADDRESS OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

None

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

None

List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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9. Payments related to debt counseling or bankruptcy

None

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Fuqua & Keim, LLP	8/17/01 10,000.	35,000.
2777 Allen Parkway, #480	8/28/01 25,000.	
Houston, TX 77019		

10. Other transfers

None

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFeree, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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11. Closed financial accounts

None



List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE AND NUMBER OF ACCOUNT AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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12. Safe deposit boxes

None



List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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13. Setoffs

None



List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

None



List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

None



If the debtor has moved within the **two years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the **six-year period** immediately preceding the commencement of the case, identify the name of the debtor 's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law.

None

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

None

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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18. Nature, location and name of business

None

a. If the debtor is an individual, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partnership, sole proprietorship, or was a self-employed professional within the **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the business, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the business, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within the **six years** immediately preceding the commencement of this case.

NAME	TAXPAYER I.D. NUMBER	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

None

NAME

ADDRESS

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

DATES SERVICES RENDERED

Denise Davidson
2219 Briarwest Blvd.
Houston, TX

January 1, 2000 - June 30, 2001

Jeffery V. Houston
5151 Edloe St., #4110
Houston, TX 77005

January 1, 2000 - June 30, 2001

Pat Bren
35 Crescent View Ct.
The Woodlands, TX

June, 1997 to present

b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None

NAME AND ADDRESS

DATES SERVICES RENDERED

c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

None

NAME

ADDRESS

Lattice Communications

11811 North Freeway, Ste. 975
Houston, TX 77060

d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued within the **two years** immediately preceding the commencement of this case by the debtor.

None	NAME AND ADDRESS	DATE ISSUED
<input checked="" type="checkbox"/>	Bauer Properties LP 10076 Litzsinger St. Louis, MO 63124	various
	Cisco Systems Capital Corporation 5500 Wayzala Blvd. Golden Valley, MN 55416-1244	various
	Darryl Emmert 12625 Memorial, #34 Houston, TX 77024	various
	Donald A. & Mary Lou Socher 44 Duplin Meadow Dr. The Woodlands, TX 77381	various
	Eastford Investors, LLC 3132 E. 87th St. Tulsa, OK 74137	various
	GIB Limited Partnership 311 S. Wacker Dr., Ste. 4190 Chicago, IL 60606	various
	Harold M. & Helen L. Klamen 2244 Kehrs Glen Ct. Chesterfield, MO 63005	various
	Harold S. Engel 53 Sunny Slope Circle The Woodlands, TX 77381	various
	Heller Financial, Inc. 135 S. LaSalle St. Dept. 2030 Chicago, IL 60674-2030	various
	James A. Black 30 Skyflower Dr. The Woodlands, TX 77381	various
	Jodi M. Batten 11 Tamari Court Randolph, NJ 07869	various
	Lambro's LP P.O. Box 4064 Chesterfield, MO 63006-4064	various
	Marvin Klamen Trust 14119 Woodsmillcove Dr. St. Louis, MO 63144	various
	Norman Frager Revocable Trust 14659 Mallard Lake Dr. Cheserfield, MO 63017-5591	various
	Prentiss Properties Acquisition Partners P.O. Box 730635 Dallas, TX 75373-0635	various
	Richard W. & Pamela A. Weber 5864 Canterfield Court St. Charles, MO 63304	various

NAME AND ADDRESS

DATE ISSUED

Ronald A. & Joan Q. Koseluk
34498 Cedarfield Dr.
Ridge Manor, FL 35523

various

Wells Fargo Financial Leasing
P.O. Box 6167
Carol Stream, IL 60197-6167

various

20. Inventories

None



a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

None



DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting securities of the corporation.

None



NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
John R. Babec 607 Flaghoist Ln. Houston, TX 77079	Vice President	613,333 shares common 20%
Richard A. Koseluk 14 Crescent View Ct. The Woodlands, TX 77381	Chairman & CEO	2,553,733 common shares 55%

22. Former partners, officers, directors and shareholders

None



a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

None



NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Darryl Emmert 12625 Memorial Dr., #34 Houston, TX 77024	Vice President	June 30, 2001

Southwestern Bell		2814659188M
Bill	5/29/2001	-133.00
Bill	5/30/2001	-2,207.26
Bill	5/30/2001	-2,641.46
Bill	6/1/2001	-62.33
Bill	6/5/2001	-80.16
Bill	6/5/2001	-67.43
Bill	6/5/2001	-184.71
Bill	6/5/2001	-66.17
Bill	6/5/2001	-500.62
Bill	6/5/2001	-68.43
Bill	6/5/2001	-193.39
Bill	6/5/2001	-80.60
Bill	6/5/2001	-497.18
Bill	6/5/2001	-160.33
Bill	6/5/2001	-67.20
Bill	6/6/2001	-82.40
Bill	6/6/2001	-67.20
Bill	6/6/2001	-66.11
Bill	6/6/2001	-94.36
Bill	6/6/2001	-682.51
Bill	6/6/2001	-69.34
Bill	6/6/2001	-564.56
Bill	6/6/2001	-67.20
Bill	6/6/2001	-66.51
Bill	6/6/2001	-66.14
Bill	6/7/2001	-67.47
Bill	6/7/2001	-94.58
Bill	6/7/2001	-81.85
	2816750273J	

ATTACHMENT #3a

Lattice Communications, Inc.
 Transactions by Vendor
 May 28 through August 28, 2001

Type	Date	Num	Amount
BILL	6/7/2001	2816750612J	-94.73
BILL	6/7/2001	2816529246J	-98.00
BILL	6/7/2001	9722672276J	-89.91
BILL	6/11/2001	2812396919J	-170.50
BILL	6/11/2001	2812386888J	-174.22
BILL	6/11/2001	4696339561J	-173.37
BILL	6/21/2001	2813789915J	-71.97
BILL	6/21/2001	2813789915J	-457.38
BILL	6/21/2001	2818250088J	-200.49
BILL	6/21/2001	2818520086J	-500.62
BILL	6/21/2001	2812974316J	-497.18
BILL	6/21/2001	2818805701J	-564.56
BILL	6/21/2001	2819669970J	-63.57
BILL	6/21/2001	7135120392J	-80.43
BILL	6/21/2001	5123634873J	-228.61
BILL	6/21/2001	5123634841J	-66.19
BILL	6/21/2001	5126697867J	-77.53
BILL	6/21/2001	5126734150J	-65.88
BILL	6/21/2001	2814010382J	-77.94
BILL	6/21/2001	2814012043J	-184.56
BILL	6/21/2001	7133190876J	-184.16
BILL	6/21/2001	2819660154J	-233.80
BILL	6/21/2001	7134950048J	-80.16
BILL	6/21/2001	7139820413J	-97.36
BILL	6/21/2001	2812974481J	-67.05
BILL	6/21/2001	4695331279J	-80.16
BILL	6/22/2001	2816750368J	-78.16
BILL	6/21/2001	2812289368J	-206.08
BILL	6/21/2001	7133569148J	-71.97
BILL	6/22/2001	2816049630J	-62.33
BILL	6/22/2001	2816750695J	-88.21
BILL	6/22/2001	2816750018J	-68.21
BILL	6/22/2001	2812527272J	-206.18
BILL	6/22/2001	2816045048J	-75.80
BILL	6/22/2001	2816750554J	-62.33
BILL	6/22/2001	2816499845J	-63.57
BILL	6/25/2001	2816750612J	-63.57
BILL	6/25/2001	2816040608J	-343.70
BILL	6/25/2001	2816750273J	-358.35
BILL	6/25/2001	2816490523J	-96.28
BILL	6/25/2001	2816490523J	-75.80
BILL	6/25/2001	2816499314J	-75.80
BILL	6/25/2001	2816750607J	-75.80
BILL	6/25/2001	2818100311J	-81.15
BILL	6/25/2001	2142009045J	-68.57
BILL	6/25/2001	2819884505J	-71.28
BILL	6/25/2001	2819884686M	-69.38
			-1,024.07

Lattice Communications, Inc.

Transactions by Date
August 30, 2000 through August 29, 2001

09/20/01

PAGE 02

Type	Date	Num	Name	Split	Amount
Aug 30, '00 - Aug 29, '01					
Check	9/1/2000	4219	Richard A Koseluk	Salaries & Wages	-3,114.50
Check	9/15/2000	4277	Richard A Koseluk	Salaries & Wages	-3,114.50
Check	10/2/2000	4352	Richard A Koseluk	General Administration	-3,114.50
Check	10/10/2000	4409	R.A. Koseluk	60-20-003 Payable-Related Party	-7,544.14
Check	10/16/2000	4418	Richard A Koseluk	General Administration	-3,114.50
Check	10/27/2000	4477	Richard Koseluk	SPLIT-	-36,999.18
Check	11/1/2000	4488	Richard A Koseluk	General Administration	-3,114.50
Check	11/15/2000	4565	Richard A Koseluk	General Administration	-3,114.50
Check	12/1/2000	4630	Richard A Koseluk	General Administration	-3,114.50
Check	12/11/2000	4693	Richard Koseluk	SPLIT-	-1,181.56
Check	12/11/2000	4694	Richard Koseluk	SPLIT-	-362.10
Check	12/15/2000	4727	Richard A Koseluk	General Administration	-3,114.50
Check	1/2/2001	4796	Richard A Koseluk	SPLIT-	-3,114.50
Check	1/15/2001	4871	Richard A Koseluk	SPLIT-	-3,114.50
Check	1/29/2001	4912	R.A. Koseluk	SPLIT-	-161.26
Check	2/1/2001	4943	Richard A Koseluk	SPLIT-	-3,114.50
Check	2/15/2001	4981	Richard A Koseluk	SPLIT-	-1,721.83
Check	3/1/2001	5018	Richard A Koseluk	SPLIT-	-1,721.83
Check	3/15/2001	5110	Richard A Koseluk	SPLIT-	-1,721.83
Check	4/2/2001	5130	Richard A Koseluk	SPLIT-	-1,721.83
Bill	4/9/2001	000101	Richard Koseluk	SPLIT-	-645.41
Check	4/16/2001	5166	Richard A Koseluk	SPLIT-	-1,721.83
Check	4/16/2001	5169	Richard A Koseluk	SPLIT-	-645.41
Bill	4/30/2001	April	Richard Koseluk	SPLIT-	-3,064.67
Check	5/1/2001	5237	Richard A Koseluk	SPLIT-	-1,721.83
Bill Pmt -Check	5/8/2001	5246	Richard Koseluk	60-10-003 Accounts Payable	-3,064.67
Bill Pmt -Check	5/9/2001	5268	Richard Koseluk	60-10-003 Accounts Payable	-645.41
Check	5/15/2001	5286	Richard A Koseluk	SPLIT-	-1,721.83
Check	6/1/2001	5328	Richard A Koseluk	SPLIT-	-1,721.83
Check	6/15/2001	5386	Richard A Koseluk	SPLIT-	-1,721.83
Check	7/1/2001	5407	Richard A Koseluk	SPLIT-	-1,721.83
Check	7/18/2001	5461	Richard A Koseluk	SPLIT-	-1,721.83
Check	8/1/2001	5491	Richard A Koseluk	SPLIT-	-1,721.83
Check	8/13/2001	5533	R.A. Koseluk	SPLIT-	-1,155.61
Check	8/15/2001	5544	Richard A Koseluk	SPLIT-	-1,721.83
Check	8/27/2001	5556	Richard A Koseluk	SPLIT-	-6,577.68
Check	8/27/2001	5560	R.A. Koseluk	SPLIT-	-792.95

Aug 30, '00 - Aug 29, '01

ATTACHMENT #3b

Lattice Communications, Inc.

Transactions by Date

August 30, 2000 through August 29, 2001

09/20/01

Page 03

LATTICE

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09/20/2001 11:12

Type	Date	Num	Name	Split	Amount
Aug 30, '00 - Aug 29, '01					
Check	9/1/2000	4223	John R Babec		-3,016.50
Check	9/15/2000	4274	John R Babec		-3,016.50
Check	10/2/2000	4356	John R Babec		-3,016.50
Check	10/16/2000	4422	John R Babec		-3,016.50
Check	10/26/2000	4472	John Babec	-SPLIT-	-5,160.84
Check	10/26/2000	4474	John Babec	-SPLIT-	-6,078.55
Check	11/1/2000	4492	John R Babec		-3,016.50
Check	11/15/2000	4567	John R Babec		-3,016.50
Check	12/1/2000	4632	John R Babec		-3,016.50
Check	12/15/2000	4732	John R Babec		-3,016.50
Check	12/22/2000	4754	John Babec	-SPLIT-	-465.68
Check	12/22/2000	4755	John Babec	-SPLIT-	-782.78
Check	1/2/2001	4800	John R Babec	-SPLIT-	-3,016.50
Check	1/15/2001	4865	John R Babec	-SPLIT-	-3,016.50
Check	2/1/2001	4938	John R Babec	-SPLIT-	-3,016.50
Check	2/15/2001	4978	John R Babec	-SPLIT-	-1,669.33
Check	3/1/2001	5D14	John R Babec	-SPLIT-	-1,669.33
Bill	3/1/2001	Dec 2000	John Babec	-SPLIT-	-587.40
Bill	3/1/2001	Jan-Fe...	John Babec	-SPLIT-	-1,001.28
Bill Pmt -Check	3/1/2001	5074	John Babec	-SPLIT-	-1,588.68
Check	3/15/2001	5107	John R Babec		-1,669.33
Check	4/2/2001	5127	John R Babec		-1,669.33
Check	4/16/2001	5162	John Babec	-SPLIT-	-1,669.33
Bill	4/30/2001	May	John Babec	-SPLIT-	-2,637.14
Check	5/1/2001	5233	John Babec	-SPLIT-	-1,669.33
Bill Pmt -Check	5/9/2001	5266	John Babec	-SPLIT-	-2,637.14
Check	5/15/2001	5282	John Babec	-SPLIT-	-1,669.33
Check	6/1/2001	5324	John Babec	-SPLIT-	-1,669.33
Bill	6/1/2001	6/15/2001	30-18-002 - Sales		-597.20
Check	7/1/2001	5382	John Babec	-SPLIT-	-1,669.33
Check	7/18/2001	5403	John Babec	-SPLIT-	-1,669.33
Check	8/1/2001	5456	John Babec	-SPLIT-	-1,669.33
Check	8/13/2001	5488	John R Babec	-SPLIT-	-1,422.51
Check	8/15/2001	5534	John Babec	-SPLIT-	-1,669.33
Check	8/27/2001	5539	John Babec	-SPLIT-	-6,451.68
Check	8/27/2001	5555	John Babec	-SPLIT-	-397.70
		5559	John Babec		

Aug 30, '00 - Aug 29, '01

Lattice Communications, Inc.

Transactions by Date
August 30, 2000 through August 29, 2001

09/20/01

Page

Type	Date	Num	Name	Split	Amount
Aug 30, '00 - Aug 29, '01					
Check	9/1/2000	4222	Darryl L. Emmer		-2,834.62
Check	9/15/2000	4272	Darryl L. Emmer		-2,834.62
Check	9/27/2000	4333	Darryl Emmer		-712.50
Check	10/2/2000	4355	Darryl L. Emmer		-2,834.62
Check	10/16/2000	4421	Darryl L. Emmer		-2,834.62
Check	10/26/2000	4475	Darryl Emmer		-4,905.33
Check	11/1/2000	4491	Darryl L. Emmer		-2,834.62
Check	11/1/2000	4521	Darryl Emmer		-562.50
Check	11/15/2000	4573	Darryl L. Emmer		-2,834.62
Check	12/1/2000	4636	Darryl L. Emmer		-2,834.62
Check	12/5/2000	4659	Darryl Emmer		-562.50
Check	12/15/2000	4730	Darryl L. Emmer		-2,834.62
Check	12/29/2000	4774	Darryl Emmer		-562.50
Check	1/2/2001	4799	Darryl L. Emmer		-2,834.62
Check	1/15/2001	4860	Darryl L. Emmer		-2,834.62
Check	1/31/2001	4916	Darryl Emmer		-562.50
Check	2/1/2001	4934	Darryl L. Emmer		-2,834.62
Check	2/15/2001	4975	Darryl L. Emmer		-1,540.61
Check	3/1/2001	5010	Darryl L. Emmer		-1,540.61
Check	3/1/2001	5023	Darryl Emmer		-520.83
Check	3/15/2001	5104	Darryl L. Emmer		-1,540.61
Check	3/31/2001	5136	Darryl Emmer		-520.83
Check	4/2/2001	5124	Darryl L. Emmer		-1,540.61
Check	4/16/2001	5159	Darryl Emmer		-1,540.61
Check	4/30/2001	5213	Darryl Emmer		-500.00
Check	5/1/2001	5230	Darryl Emmer		-1,540.61
Check	5/15/2001	5279	Darryl Emmer		-1,540.61
Check	5/31/2001	5363	Darryl Emmer		-479.17
Check	6/1/2001	5321	Darryl Emmer		-1,540.61
Check	6/15/2001	5389	Darryl Emmer		-1,540.60
Check	6/30/2001	5424	Darryl Emmer		-458.33
Check	7/9/2001	5446	Darryl Emmer		-1,540.61
Check	8/1/2001	5499	Darryl Emmer		-447.92

Aug 30, '00 - Aug 29, '01

Lattice Communications, Inc.
Transactions by Date
August 30, 2000 through August 29, 2001

09/20/01

Page 05

Type	Date	Num	Name	Split	Amount
Aug 30, '00 - Aug 29, '01					
Check	9/1/2000	4220	Jeffery V. Houston		-2,834.62
Check	9/15/2000	4286	Jeffery V. Houston		-2,834.62
Check	10/2/2000	4353	Jeffery V. Houston		-2,834.62
Check	10/16/2000	4419	Jeffery V. Houston		-2,834.62
Check	10/25/2000	4471	Jeff Houston		-8,298.27
Check	11/1/2000	4489	Jeffery V. Houston		-2,834.62
Check	11/15/2000	4566	Jeffery V. Houston		-2,834.62
Bill	11/30/2000	A	Jeff Houston.		-255.80
Check	12/1/2000	4631	Jeffery V. Houston		-2,834.62
Check	12/15/2000	4728	Jeffery V. Houston		-2,834.62
Bill	12/31/2000	A	Jeff Houston.		-957.13
Check	1/2/2001	4797	Jeffery V. Houston		-2,834.62
Check	1/15/2001	4863	Jeffery V. Houston		-2,834.62
Bill	1/31/2001	A	Jeff Houston.		-132.75
Check	2/1/2001	4936	Jeffery V. Houston		-2,834.62
Bill	2/1/2001	A	Jeff Houston.		-225.10
Check	2/15/2001	4977	Jeffery V. Houston		-1,540.61
Check	3/1/2001	5012	Jeffery V. Houston		-1,540.61
Check	3/15/2001	5106	Jeffery V. Houston		-1,540.61
Bill	3/31/2001		Jeff Houston.		-107.25
Check	4/2/2001	5126	Jeffery V. Houston		-1,540.61
Check	4/16/2001	5161	Jeff Houston		-1,540.61
Bill	4/17/2001	A	Jeff Houston.		-798.70
Bill Pmt -Check	4/23/2001	5179	Jeff Houston.		-1,345.68
Check	5/1/2001	5232	Jeff Houston.		-1,540.61
Bill Pmt -Check	5/9/2001	5265	Jeff Houston.		-1,023.80
Check	5/15/2001	5281	Jeff Houston		-1,540.61
Bill Pmt -Check	5/24/2001	5331	Jeff Houston.		-107.25
Check	6/1/2001	5323	Jeff Houston		-1,540.61
Check	6/15/2001	5381	Jeff Houston		-1,540.61
Check	7/6/2001	5435	Jeff Houston		-1,540.61
Deposit	8/7/2001		Jeff Houston		399.40
Aug 30, '00 - Aug 29, '01					

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09/20/2001